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MAYER • BROWN

Mayer Brown LLP
1999 K Street, N.W.
Washington, D.C. 20006-1101

Main Tel (202) 263-3000
Main Fax (202) 263-3300
www.mayerbrown.com

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Adrian L. Steel, Jr.
Direct Tel (202) 263-3237
Direct Fax (202) 263-5237
asteel@mayerbrown.com

The Honorable Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
395 E Street, SW, Room #100
Washington, DC 20423-0001

Re. Finance Docket No. 32760, *Union Pacific Corporation,
Union Pacific Railroad Company and Missouri Pacific
Railroad Company -- Control and Merger -- Southern
Pacific Rail Corporation, Southern Pacific
Transportation Company, St. Louis Southwestern
Railway Company, SPCSL Corp And the Denver and
Rio Grande Western Railroad Company*



Dear Ms. Brown:

On December 5, 2012, the STB served notice that it would hold oral argument on the Amended Joint Petition of BNSF Railway Company ("BNSF") and G3 Enterprises ("G3") for Enforcement of Decision No. 44 in the above-referenced proceeding. In accordance with that notice, BNSF and G3 hereby advise the Board that Richard E. Weicher, Vice President and General Counsel-Regulatory for BNSF, will appear on its behalf accompanied by the undersigned; and that Jolene A. Yee, of Vinum Legal, will appear for G3. The Petitioners have divided their 20 allotted minutes as follows: BNSF (12 minutes); G3 (5 minutes); and rebuttal (3 minutes).

Please contact me if you have any questions. Thank you.

Sincerely yours,

Adrian L. Steel, Jr.
Counsel for BNSF Railway Company

cc: Parties of Record
Mark H. Sidman, Esq.
Richard E. Weicher, Esq.
Jolene A. Yee, Esq.